

RECORDATION NO. 20041-6 FILED

AUG 04 '03

2-23 PM

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OF COUNSEL
URBAN A. LESTER

SURFACE TRANSPORTATION BOARD

August 4, 2003

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Amended and Restated Lease Supplement (1996-A) Lot No. 1, dated as of July 30, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Supplement previously filed with the Board under Recordation Number 20041-A.

The names and addresses of the parties to the enclosed document are:

Lessor: Southern California Regional Rail Authority
700 South Flower Street
Suite 2600
Los Angeles, CA 90017

Lessee: SCRRA Rail Statutory Trust 1996-A
c/o U.S Bank National Association
Goodwin Square
225 Asylum Street
Hartford, CT 06103

Mr. Vernon A. Williams
August 4, 2003
Page Two

A description of the railroad equipment covered by the enclosed document is:

bearing SCRRRA reporting marks and road numbers as follows:

30 Cab cars:	601 – 631 (except 608);
62 Coach cars:	101 – 163 (except 113)

A short summary of the document to appear in the index is:

Memorandum of Amended and Restated Lease Supplement (1996-A)
Lot No. 1

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anr
Enclosures

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SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF AMENDED AND RESTATED LEASE SUPPLEMENT (1996-A)
LOT NO. 1**

Memorandum of Amended and Restated Lease Supplement (1996-A) Lot No. 1, dated as of July 30, 2003 between **SOUTHERN CALIFORNIA REGIONAL RAIL AUTHORITY**, as Lessor (the "**Lessor**"), and **SCRRA RAIL STATUTORY TRUST 1996-A**, as Lessee (the "**Lessee**").

WITNESSETH:

The undersigned have entered into that certain Amended and Restated Lease Supplement (1996-A) Lot No. 1, dated as of July 30, 2003, whereby the Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from the Lessor certain railroad equipment bearing car numbers as listed on Exhibit A attached hereto.

Remainder of page intentionally left blank

IN WITNESS WHEREOF, the Lessor and the Lessee have each caused this Memorandum of Amended and Restated Lease Supplement (1996-A) Lot No. 1 to be duly executed by its authorized officer on the day and year first above written.

LESSOR:

SOUTHERN CALIFORNIA REGIONAL RAIL
AUTHORITY

By: _____

Name: DAVID SOLOW

Title: CHIEF EXECUTIVE OFFICER

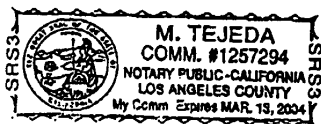
ACKNOWLEDGEMENT

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES ss.

On JULY 29, 2003, before me, M. TEJEDA, personally came DAVID SOLOW, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity and that by her signature on the instrument, the person or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.



M. Tejada
Notary Public

My commission expires on 3/18, 2004

LESSEE:

SCRRA RAIL STATUTORY TRUST 1996-A
By State Street Bank and Trust Company of
Connecticut, National Association, not in its
individual capacity, but solely as Trustee

By: 

Name: Mark A. Forgetta
Title: Authorized Signatory

ACKNOWLEDGEMENT

STATE OF CONNECTICUT)
COUNTY OF HARTFORD) ss.

On July 29, 2003, before me, Susan P. McNally, personally came Mark A. Forgetta personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity and that by her signature on the instrument, the person or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.


Notary Public

My commission expires on _____, 20__

SUSAN P. McNALLY
NOTARY PUBLIC
MY COMM. EXPIRES MARCH 31, 2006

Memorandum of Amended and Renewed Lease Supplement (1996-A) Lot No. 1



RECEIVED TIME JUL. 29. 1:47PM

PRINT TIME JUL. 29. 1:48PM

EXHIBIT A
DESCRIPTION OF RAILCARS

CAB CARS
SERIAL NUMBER

601
602
603
604
605
606
607
609
610
611
612
613
614
615
616
617
618
619
620
621
622
623
624
625
626
627
628
629
630
631

COACH CARS
SERIAL NUMBER

101
102
103
104
105
106
107
108
109
110
111
112
114
115
116
117
118
119
120
121
122
123
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141
142

COACH CARS
SERIAL NUMBER

143
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